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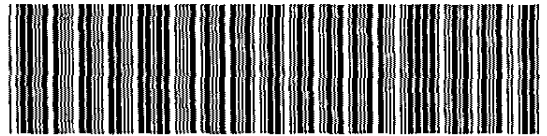
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DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 844867 7207A

AUTHORIZATION :

COST LIMIT : \$ 155.00

ORDER DATE : August 11, 2004

ORDER TIME : 3:51 PM

ORDER NO. : 844867-005

CUSTOMER NO: 7207A

CUSTOMER: Ms. Belinda Giliberti
Mombach Boyle & Hardin, P.a.

Suite 1950
500 E. Broward Boulevard
Fort Lauderdale, FL 333943078

DOMESTIC FILING

NAME: GSM VENTURES, L.L.C.

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Justin Cheshire - EXT. 2909

EXAMINER'S INITIALS: _____

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04 AUG 11 11:17 AM
TALLAHASSEE
STATE OF FLORIDA
Patricia

ARTICLES OF ORGANIZATION
OF
GSM VENTURES, L.L.C.

FILED
04 AUG 11 11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as the authorized representative of the initial member of GSM VENTURES, L.L.C., a Florida limited liability company formed hereunder (the "Company"), on behalf of the members of the Company, hereby forms a limited liability company under the laws of the State of Florida.

ARTICLE I
COMPANY NAME

The name of the company is GSM VENTURES, L.L.C.

ARTICLE II
COMMENCEMENT AND TERM OF EXISTENCE

In accordance with Section 608.409(1) of the Florida Limited Liability Company Act (the "Act"), the term of existence of the Company shall commence upon the filing of these executed Articles of Organization with the Florida Department of State, and shall continue perpetually, unless otherwise dissolved pursuant to Article VIII of these Articles of Organization.

ARTICLE III
MAILING ADDRESS AND STREET ADDRESS OF COMPANY

The mailing address and the street address of the principal office of the Company is:

GSM VENTURES, L.L.C.
c/o Mombach, Boyle & Hardin, P.A.
500 East Broward Blvd., Suite 1950
Fort Lauderdale, Florida 33394

ARTICLE IV
REGISTERED AGENT AND REGISTERED AGENT ADDRESS

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

Geoffrey S. Mombach, Esq.
Mombach, Boyle & Hardin, P.A.
500 East Broward Boulevard
Suite 1950
Fort Lauderdale, Florida 33394

ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS

Members shall have the right to admit new members by the unanimous consent of the members. Any new member shall be required to comply with these Articles of Organization, the Act and such other documents, rules, regulations or guidelines as the members may from time to time determine in their sole discretion.

ARTICLE VI
RIGHT OF REMAINING MEMBERS TO CONTINUE THE COMPANY

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members of the Company shall have the right to continue the business of the Company subject to and in accordance with these Articles of Organization, the Act and such other documents, rules, regulations or guidelines as the members may from time to time determine in their sole discretion.

ARTICLE VII
MANAGEMENT

The Company shall be a Manager-managed Company.

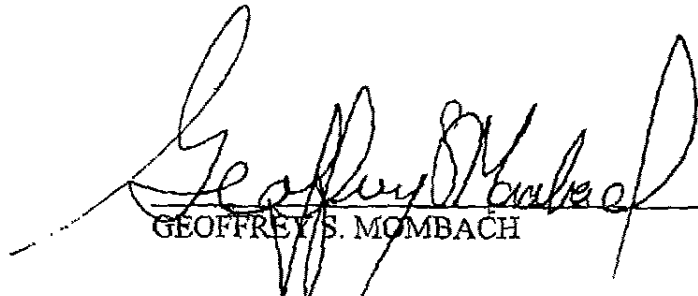
ARTICLE VIII
DISSOLUTION OF COMPANY

The Company may be dissolved only in accordance with the Act or such other documents, rules, regulations or guidelines as may be adopted from time to time by the members of the Company.

ARTICLE IX
AMENDMENT TO ARTICLES OF ORGANIZATION

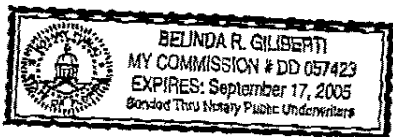
Members may adopt, alter, amend or repeal any provision of these Articles of Organization upon the affirmative vote of a majority of all of the members of the Company which vote is taken at a duly called meeting of the members as such other matter in accordance with the Act or such other documents, rules, regulations or guidelines as may be adopted from time to time by the members of the Company.

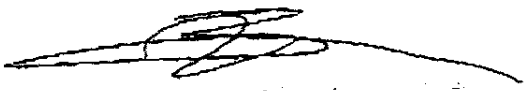
IN WITNESS WHEREOF, the undersigned being the authorized representative of the initial member of the limited liability company hereby executes these Articles of Organization, this 11th day of August, 2004.


GEOFFREY S. MOMBACH

STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing instrument was ~~acknowledged~~ before me this 11th day of August, 2004, by GEOFFREY S. MOMBACH, who ☒ is personally known to me or who ☐ has produced a Florida driver's license as identification.

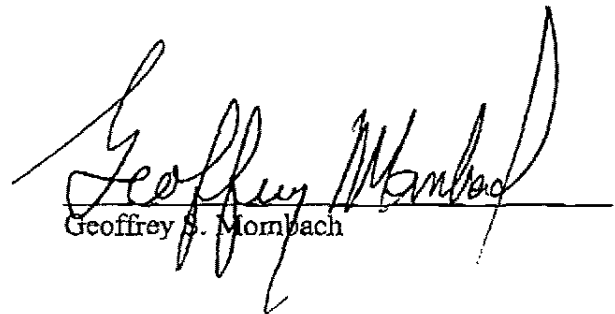




Notary Public - State of Florida
My Commission Expires: Sept. 17, 2005
Commission Number: DD 057423

Having been named as registered agent and to accept service of process for the above Limited Liability Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

DATED this 11th day of August, 2004.


Geoffrey S. Mombach